



General Assembly

**Substitute Bill No. 5625**

February Session, 2004

\* \_\_\_\_\_ HB05625JUD \_\_\_\_\_ 032204 \_\_\_\_\_ \*

**AN ACT CONCERNING REGISTERED AGENTS AND ANNUAL REPORTS OF STOCK AND NONSTOCK CORPORATIONS, THE NAMES OF BUSINESS ENTITIES REQUIRED TO FILE WITH THE SECRETARY OF THE STATE, THE FILING OF AIRCRAFT AND VESSEL LIENS, THE FILING OF CERTAIN NOTICES AND REPORTS BY LIMITED LIABILITY COMPANIES AND JURISDICTION OVER FOREIGN VOLUNTARY ASSOCIATIONS.**

Be it enacted by the Senate and House of Representatives in General Assembly convened:

1       Section 1. Subsection (b) of section 33-655 of the general statutes is  
2       repealed and the following is substituted in lieu thereof (*Effective*  
3       *October 1, 2004*):

4       (b) Except as authorized by subsections (c) and (d) of this section, a  
5       corporate name must be distinguishable upon the records of the  
6       Secretary of the State from: (1) The corporate name of a corporation  
7       incorporated or authorized to transact business in this state; (2) a  
8       corporate name reserved or registered under section 33-656 or 33-657;  
9       (3) the fictitious name adopted by a foreign corporation authorized to  
10      transact business in this state because its real name is unavailable; (4)  
11      the corporate name of a nonprofit corporation incorporated or  
12      authorized to transact business in this state; (5) the corporate name of  
13      any domestic or foreign nonstock corporation incorporated or  
14      authorized to transact business in this state; (6) the name of any  
15      domestic or foreign limited partnership organized or authorized to  
16      transact business in this state; (7) the name of any domestic or foreign

17 limited liability company organized or authorized to transact business  
18 in this state; [and] (8) the name of any domestic or foreign limited  
19 liability partnership organized or authorized to transact business in  
20 this state; and (9) the name of any other entity whose name is carried  
21 upon the records of the Secretary of the State as organized or  
22 authorized to transact business or conduct affairs in this state.

23 Sec. 2. Subsection (a) of section 33-660 of the general statutes is  
24 repealed and the following is substituted in lieu thereof (*Effective*  
25 *October 1, 2004*):

26 (a) Each corporation that is required to file an annual report as  
27 provided in section 33-953, as amended by this act, shall continuously  
28 maintain in this state: (1) A registered office that may be the same as  
29 any of its places of business; and (2) a registered agent at such  
30 registered office, who may be: (A) A natural person who is a resident  
31 [in] of this state; (B) a domestic corporation; (C) a foreign corporation  
32 [not organized under the laws of this state and] which has procured a  
33 certificate of authority to transact business or conduct its affairs in this  
34 state; (D) a domestic limited liability company; [or] (E) a limited  
35 liability company not organized under the laws of this state and which  
36 has procured a certificate of [authority] registration to transact  
37 business or conduct its affairs in this state; (F) a domestic registered  
38 limited liability partnership; (G) a registered limited liability  
39 partnership not organized under the laws of this state and which has  
40 procured a certificate of authority to transact business or conduct its  
41 affairs in this state; (H) a domestic statutory trust; or (I) a statutory  
42 trust not organized under the laws of this state and which has  
43 procured a certificate of registration to transact business or conduct its  
44 affairs in this state. The appointment of such registered agent shall be  
45 in writing and shall be signed by the registered agent therein  
46 appointed. If a natural person is appointed as the registered agent,  
47 such appointment shall include [such person's written consent to the  
48 appointment and] the residence address of such person.

49 Sec. 3. Subsection (a) of section 33-926 of the general statutes is

50 repealed and the following is substituted in lieu thereof (*Effective*  
51 *October 1, 2004*):

52 (a) Each foreign corporation authorized to transact business in this  
53 state shall continuously maintain in this state: (1) A registered office  
54 that may be the same as any of its places of business; and (2) a  
55 registered agent at such registered office, who may be: (A) A natural  
56 person who is a resident of this state; (B) a domestic corporation; [or]  
57 (C) a foreign corporation [not organized under the laws of this state  
58 and] which has procured a certificate of authority to transact business  
59 or conduct its affairs in this state; (D) a domestic limited liability  
60 company; (E) a limited liability company not organized under the laws  
61 of this state and which has procured a certificate of registration to  
62 transact business or conduct its affairs in this state; (F) a domestic  
63 registered limited liability partnership; (G) a registered limited liability  
64 partnership not organized under the laws of this state and which has  
65 procured a certificate of authority to transact business or conduct its  
66 affairs in this state; (H) a domestic statutory trust; or (I) a statutory  
67 trust not organized under the laws of this state and which has  
68 procured a certificate of registration to transact business or conduct its  
69 affairs in this state. The appointment of such registered agent shall be  
70 in writing and shall be signed by the registered agent therein  
71 appointed. If a natural person is appointed as the registered agent,  
72 such appointment shall include the residence address of such person.

73 Sec. 4. Section 33-953 of the general statutes is repealed and the  
74 following is substituted in lieu thereof (*Effective October 1, 2004*):

75 (a) Each domestic corporation, except banks, trust companies,  
76 insurance or surety companies, savings and loan associations and  
77 public service companies, as defined in section 16-1, as amended, and  
78 each foreign corporation authorized to transact business in this state,  
79 shall file [a biennial or] an annual report with the Secretary of the State  
80 as prescribed in this section. [On and after January 1, 1995, each such  
81 corporation required to file a report in 1995 shall file an annual report.  
82 On and after January 1, 1996, each such corporation required to file a

83 report shall file an annual report with the Secretary of the State.]

84 (b) The first annual report of a domestic corporation shall be filed  
85 within thirty days after its organization meeting. Subsequent annual  
86 reports of such domestic corporation and [biennial or] annual reports  
87 of each foreign corporation authorized to transact business in this state  
88 shall be filed at such times as may be provided by regulations [issued]  
89 adopted by the Secretary of the State in accordance with chapter 54,  
90 provided the Secretary of the State may require any corporation to file  
91 [either] an annual [or biennial] report according to reporting schedules  
92 established by [said] the secretary so as to effect staggered filing of all  
93 such reports.

94 (c) Each [biennial or] annual report shall set forth as of a date which  
95 complies with subsection (d) of this section and which is specified in  
96 such report: (1) The name of the corporation; (2) the principal office of  
97 the corporation or, in the case of a foreign corporation (A) the address  
98 of the principal office of the foreign corporation in the state under the  
99 laws of which it is incorporated, (B) the address of the executive offices  
100 of the foreign corporation, and (C) the address of the principal office of  
101 the foreign corporation in this state, if any; and (3) the names and  
102 respective business and residence addresses of the directors and  
103 officers of the corporation, except that if good cause is shown, the  
104 Secretary of the State may accept business addresses in lieu of business  
105 and residence addresses of the directors and officers of the  
106 corporation. For the purposes of this [section] subsection, a showing of  
107 good cause shall include, but not be limited to, a showing that public  
108 disclosure of the residence addresses of the corporation's directors and  
109 officers may expose the personal security of such directors and officers  
110 to significant risk.

111 (d) The date specified in the annual report pursuant to subsection  
112 (c) of this section shall (1) not be later than the date of filing the report,  
113 and (2) not be earlier than the latest date preceding the date of filing on  
114 which any change of circumstances occurred which would affect the  
115 statements of fact required in the report.

116 (e) Each [biennial or] annual report shall be accompanied by the  
117 required filing fee. The report shall be executed as set forth in section  
118 33-608, as amended. The Secretary of the State shall mail to each  
119 domestic corporation at its principal office as shown by his records,  
120 and to each foreign corporation authorized to transact business in this  
121 state at its executive offices as last shown by his records, a form  
122 prescribed by him for the [biennial or] annual report, but failure to  
123 receive such form shall not relieve a corporation of the requirement of  
124 filing the report as provided in this section.

125 Sec. 5. Subsection (b) of section 33-1045 of the general statutes is  
126 repealed and the following is substituted in lieu thereof (*Effective*  
127 *October 1, 2004*):

128 (b) Except as authorized by subsections (c) and (d) of this section, a  
129 corporate name must be distinguishable upon the records of the  
130 Secretary of the State from: (1) The corporate name of a corporation or  
131 business corporation incorporated or authorized to conduct affairs in  
132 this state; (2) a corporate name reserved or registered with the  
133 Secretary of the State; (3) the fictitious name adopted by a foreign  
134 corporation authorized to conduct affairs in this state because its real  
135 name is unavailable; (4) the corporate name of any foreign corporation  
136 or business corporation authorized to transact business or conduct  
137 affairs in this state; (5) the name of any domestic or foreign limited  
138 partnership organized or authorized to transact business in this state;  
139 (6) the name of any domestic or foreign limited liability company  
140 organized or authorized to transact business in this state; (7) the name  
141 of any domestic or foreign limited liability partnership organized or  
142 authorized to transact business in this state; and [(7)] (8) the name of  
143 any other entity whose name is carried upon the records of the  
144 Secretary of the State as organized or authorized to transact business  
145 or conduct affairs in this state.

146 Sec. 6. Subsection (a) of section 33-1050 of the general statutes is  
147 repealed and the following is substituted in lieu thereof (*Effective*  
148 *October 1, 2004*):

149 (a) Each corporation that is required to file an annual report as  
150 provided in section 33-1243, as amended by this act, shall continuously  
151 maintain in this state: (1) A registered office that may be the same as  
152 any of its places of business; and (2) a registered agent at such  
153 registered office, who may be: (A) A natural person who is a resident  
154 [in] of this state; (B) a domestic corporation or business corporation;  
155 (C) a foreign corporation or foreign business corporation which has  
156 procured a certificate of authority to transact business or conduct its  
157 affairs in this state; (D) a domestic limited liability company; [or] (E) a  
158 limited liability company not organized under the laws of this state  
159 and which has procured a certificate of [authority] registration to  
160 transact business or conduct its affairs in this state; (F) a domestic  
161 registered limited liability partnership; (G) a registered limited liability  
162 partnership not organized under the laws of this state and which has  
163 procured a certificate of authority to transact business or conduct its  
164 affairs in this state; (H) a domestic statutory trust; or (I) a statutory  
165 trust not organized under the laws of this state and which has  
166 procured a certificate of registration to transact business or conduct its  
167 affairs in this state. The appointment of such registered agent shall be  
168 in writing and shall be signed by the registered agent therein  
169 appointed. If a natural person is appointed as the registered agent,  
170 such appointment shall include [such person's written consent to the  
171 appointment and] the residence address of such person.

172 Sec. 7. Subsection (a) of section 33-1216 of the general statutes is  
173 repealed and the following is substituted in lieu thereof (*Effective*  
174 *October 1, 2004*):

175 (a) Each foreign corporation authorized to conduct affairs in this  
176 state shall continuously maintain in this state: (1) A registered office  
177 that may be the same as any of its offices; and (2) a registered agent at  
178 such registered office, who may be: (A) A natural person who is a  
179 resident [in] of this state; (B) a domestic corporation or business  
180 corporation; [or] (C) a foreign corporation or foreign business  
181 corporation [not organized under the laws of this state and] which has  
182 procured a certificate of authority to [conduct affairs or] transact

183 business or conduct its affairs in this state; (D) a domestic limited  
184 liability company; (E) a limited liability company not organized under  
185 the laws of this state and which has procured a certificate of  
186 registration to transact business or conduct its affairs in this state; (F) a  
187 domestic registered limited liability partnership; (G) a registered  
188 limited liability partnership not organized under the laws of this state  
189 and which has procured a certificate of authority to transact business  
190 or conduct its affairs in this state; (H) a domestic statutory trust; or (I) a  
191 statutory trust not organized under the laws of this state and which  
192 has procured a certificate of registration to transact business or  
193 conduct its affairs in this state. The appointment of such registered  
194 agent shall be in writing and shall be signed by the registered agent  
195 therein appointed. If a natural person is appointed as the registered  
196 agent, such appointment shall include the residence address of such  
197 person.

198 Sec. 8. Section 33-1243 of the general statutes is repealed and the  
199 following is substituted in lieu thereof (*Effective October 1, 2004*):

200 (a) Each domestic corporation, except banks, trust companies,  
201 insurance or surety companies, savings and loan associations, credit  
202 unions, public service companies, as defined in section 16-1, as  
203 amended, cemetery associations and incorporated church or religious  
204 corporations, and each foreign corporation authorized to conduct  
205 affairs in this state, and except corporations formed before January 1,  
206 1961, which under the law in effect on December 31, 1960, were not  
207 required to file [a biennial] an annual report, shall file [a biennial or] an  
208 annual report with the Secretary of the State as prescribed in this  
209 section. [On and after January 1, 1995, each such corporation required  
210 to file a report in 1995 shall file an annual report. On and after January  
211 1, 1996, each such corporation required to file a report shall file an  
212 annual report with the Secretary of the State.]

213 (b) The first annual report of a domestic corporation shall be filed  
214 within thirty days after its organization meeting. Subsequent annual  
215 reports of such domestic corporation and [biennial or] annual reports

216 of each foreign corporation authorized to conduct affairs in this state  
217 shall be filed at such times as may be provided by regulations [issued]  
218 adopted by the Secretary of the State in accordance with chapter 54,  
219 provided the Secretary of the State may require any corporation to file  
220 [either] an annual [or biennial] report according to reporting schedules  
221 established by [said] the secretary so as to effect staggered filing of all  
222 such reports.

223 (c) Each [biennial or] annual report shall set forth as of a date which  
224 complies with subsection (d) of this section and which is specified in  
225 such report: (1) The name of the corporation and, in the case of a  
226 foreign corporation, the state under the laws of which it is  
227 incorporated; (2) the principal office of the corporation or, in the case  
228 of a foreign corporation (A) the address of the principal office of the  
229 foreign corporation in the state under the laws of which it is  
230 incorporated, (B) the address of the executive offices of the foreign  
231 corporation, and (C) the address of the principal office of the foreign  
232 corporation in this state, if any; and (3) the names and respective  
233 business and residence addresses of the directors and officers of the  
234 corporation, except that if good cause is shown, the Secretary of the  
235 State may accept business addresses in lieu of business and residence  
236 addresses of the directors and officers of the corporation. For the  
237 purposes of this [section] subsection, a showing of good cause shall  
238 include, but not be limited to, a showing that public disclosure of the  
239 residence addresses of the corporation's directors and officers may  
240 expose the personal security of such directors and officers to  
241 significant risk.

242 (d) The date specified in the annual report pursuant to subsection  
243 (c) of this section shall (1) not be later than the date of filing the report,  
244 and (2) not be earlier than the latest date preceding the date of filing on  
245 which any change of circumstances occurred which would affect the  
246 statements of fact required in the report.

247 (e) Each [biennial or] annual report shall be accompanied by the  
248 required filing fee. The report shall be executed as set forth in section



249 33-1004. The Secretary of the State shall mail to each domestic  
250 corporation at its principal office as shown by his records, and to each  
251 foreign corporation authorized to conduct affairs in this state at its  
252 executive offices as last shown by his records, a form prescribed by  
253 him for the [biennial or] annual report, but failure to receive such form  
254 shall not relieve a corporation of the requirement of filing the report as  
255 provided in this section.

256 Sec. 9. Section 34-13 of the general statutes is repealed and the  
257 following is substituted in lieu thereof (*Effective October 1, 2004*):

258 The name of each limited partnership as set forth in its certificate of  
259 limited partnership:

260 (1) Shall contain without abbreviation the words "limited  
261 partnership";

262 (2) May not contain the name of a limited partner unless it is also  
263 the name of a general partner or the business of the limited partnership  
264 had been carried on under that name before the admission of that  
265 limited partner; and

266 (3) Shall be such as to distinguish it upon the records in the office of  
267 the Secretary of the State from the name of (A) any corporation, limited  
268 partnership or limited liability company organized under the laws of  
269 this state or licensed or registered as a foreign corporation, ~~foreign~~  
270 limited partnership or ~~foreign~~ limited liability company in this state, or  
271 (B) any other entity whose name is carried upon the records of the  
272 Secretary of the State as organized or authorized to transact business  
273 or conduct affairs in this state.

274 Sec. 10. Subsection (b) of section 34-13b of the general statutes is  
275 repealed and the following is substituted in lieu thereof (*Effective*  
276 *October 1, 2004*):

277 (b) Each limited partnership shall have and maintain a statutory  
278 agent for service in this state as provided in this section. A statutory

279 agent for service shall be: [either (1) a] (1) A natural person who is a  
 280 resident of this state; [or] (2) a domestic corporation; [organized under  
 281 the laws of this state or (3) any] (3) a corporation not organized under  
 282 the laws of this state and which has procured a certificate of authority  
 283 to transact business or conduct its affairs in this state; (4) a domestic  
 284 limited liability company; (5) a limited liability company not organized  
 285 under the laws of this state and which has procured a certificate of  
 286 registration to transact business or conduct its affairs in this state; (6) a  
 287 domestic registered limited liability partnership; (7) a registered  
 288 limited liability partnership not organized under the laws of this state  
 289 and which has procured a certificate of authority to transact business  
 290 or conduct its affairs in this state; (8) a domestic statutory trust; or (9) a  
 291 statutory trust not organized under the laws of this state and which  
 292 has procured a certificate of registration to transact business or  
 293 conduct its affairs in this state.

294 Sec. 11. Section 34-38g of the general statutes is repealed and the  
 295 following is substituted in lieu thereof (*Effective October 1, 2004*):

296 Before transacting business in this state, a foreign limited  
 297 partnership shall register with the Secretary of the State. In order to  
 298 register, a foreign limited partnership shall submit to the Secretary of  
 299 the State a signed copy of the application for registration as a foreign  
 300 limited partnership, signed and sworn to by a general partner and  
 301 setting forth: (1) The name of the foreign limited partnership and, if  
 302 different, the name under which it proposes to register and transact  
 303 business in the state; (2) the state and date of its formation; (3) the  
 304 general character of the business it proposes to transact in this state; (4)  
 305 the name and address of the agent in this state for service of process on  
 306 the foreign limited partnership [whom the foreign limited partnership  
 307 elects to appoint; the agent shall be either (A) the Secretary of the State  
 308 and his successors in office, or (B) an individual resident of this state, a  
 309 domestic corporation, or a foreign corporation having a place of and  
 310 authorized to do business in, this state] required to be maintained by  
 311 section 34-38p, as amended by this act, and an acceptance of such  
 312 appointment signed by the agent appointed if other than the Secretary

313 of the State; (5) the address of the office required to be maintained in  
314 the state of its organization by the laws of that state, or, if not so  
315 required, of the principal office of the foreign limited partnership; (6)  
316 the name and business address of each general partner; (7) the address  
317 of the office at which is kept a list of the names and addresses of the  
318 limited partners and their capital contributions, together with an  
319 undertaking by the foreign limited partnership to keep those records  
320 until the foreign limited partnership registration in this state is  
321 cancelled or withdrawn; and (8) the date the foreign limited  
322 partnership commenced transacting business in this state.

323 Sec. 12. Section 34-38p of the general statutes is repealed and the  
324 following is substituted in lieu thereof (*Effective October 1, 2004*):

325 (a) Each foreign limited partnership shall, before transacting  
326 business in this state, appoint in writing an agent upon whom all  
327 process, in any action or proceeding against it, may be served, and by  
328 such appointment the foreign limited partnership shall agree that any  
329 process against it which is served on [said] such agent shall be of the  
330 same legal force and validity as if served on the foreign limited  
331 partnership and that such appointment shall continue in force as long  
332 as any liability remains outstanding against the foreign limited  
333 partnership in this state.

334 (b) A foreign limited partnership's agent for service upon whom  
335 process may be served shall be: (1) [the] The Secretary of the State and  
336 his successors in office; [.] (2) a natural person who is a resident of this  
337 state; [.] (3) a domestic corporation; [organized under the laws of this  
338 state or (4) any] (4) a corporation not organized under the laws of this  
339 state and which has procured a certificate of authority to transact  
340 business or conduct its affairs in this state; (5) a domestic limited  
341 liability company; (6) a limited liability company not organized under  
342 the laws of this state and which has procured a certificate of  
343 registration to transact business or conduct its affairs in this state; (7) a  
344 domestic registered limited liability partnership; (8) a registered  
345 limited liability partnership not organized under the laws of this state

346 and which has procured a certificate of authority to transact business  
347 or conduct its affairs in this state; (9) a domestic statutory trust; or (10)  
348 a statutory trust not organized under the laws of this state and which  
349 has procured a certificate of registration to transact business or  
350 conduct its affairs in this state.

351 (c) A foreign limited partnership's appointment of the [secretary of  
352 the state] Secretary of the State and his successors in office as its initial  
353 agent upon whom process may be served shall be included in the  
354 application for registration as provided in section 34-38g, as amended  
355 by this act. A subsequent appointment of the Secretary of the State and  
356 his successors in office as a foreign limited partnership's agent upon  
357 whom process may be served shall be filed in the office of the  
358 Secretary of the State in such form as the secretary shall prescribe.

359 (d) A foreign limited partnership's appointment of a natural person  
360 or [corporation] an entity set forth in subdivisions (2) to (10), inclusive,  
361 of subsection (b) of this section as its initial agent upon whom process  
362 may be served shall be included in the application for registration as  
363 provided in section 34-38g, as amended by this act. A foreign limited  
364 partnership's subsequent appointment of [a natural person or  
365 corporation] any such natural person or entity as its agent upon whom  
366 process may be served shall be filed with the Secretary of the State in  
367 such form as [he] the secretary shall prescribe setting forth: (1) The  
368 name of the foreign limited partnership; (2) the name of such agent; (3)  
369 a statement of acceptance by the statutory agent therein appointed;  
370 and (4) if such agent is a natural person, [his] the business and  
371 residence addresses thereof; if such agent is [a corporation] an entity  
372 organized under the laws of this state, the address of the principal  
373 office thereof; if such agent is [a corporation] an entity not organized  
374 under the laws of this state, the address of the principal office thereof  
375 in this state. In each case, the address shall include the street and  
376 number or other particular designation. All subsequent written  
377 appointments filed with the Secretary of the State shall be signed by a  
378 general partner of the foreign limited partnership and, if other than the  
379 Secretary of the State, by the statutory agent therein appointed.

380 (e) If an agent dies, dissolves, removes from the state or resigns, the  
381 foreign limited partnership shall forthwith appoint another agent upon  
382 whom process may be served. If such agent changes his or its address  
383 within the state from that appearing upon the records in the office of  
384 the Secretary of the State, the foreign limited partnership or agent shall  
385 forthwith file with the Secretary of the State notice of the new address.  
386 Such agent may resign by filing with the Secretary of the State a signed  
387 statement in duplicate to that effect. The Secretary of the State shall  
388 forthwith file one copy and mail the other copy of such statement,  
389 together with notice that as a result of the failure to comply with this  
390 section, the authority to transact business in this state of such foreign  
391 limited partnership shall be deemed to have been revoked, by certified  
392 mail, to the foreign limited partnership at the office designated in the  
393 certificate of registration filed pursuant to section 34-38g, as amended  
394 by this act. Upon the expiration of one hundred twenty days after the  
395 mailing of such notice, the resignation shall be effective and the  
396 authority of the foreign limited partnership to transact business in this  
397 state shall be revoked unless a new agent has been appointed as  
398 provided in this section within such one-hundred-twenty-day period.  
399 A foreign limited partnership may revoke the appointment of an agent  
400 upon whom process may be served by making a new appointment as  
401 provided in this section and any new appointment so made revokes all  
402 appointments theretofore made.

403 (f) Whenever a foreign limited partnership fails to comply with this  
404 section, the authority of such foreign limited partnership shall be  
405 deemed to have been revoked.

406 Sec. 13. Subsection (b) of section 34-102 of the general statutes is  
407 repealed and the following is substituted in lieu thereof (*Effective*  
408 *October 1, 2004*):

409 (b) A limited liability company name shall be such as to distinguish  
410 it upon the records of the Secretary of the State from: (1) The name of  
411 any limited liability company, limited partnership or corporation  
412 existing under the laws of this state; (2) the name of any foreign limited

413 liability company, foreign limited partnership or foreign corporation  
414 authorized to transact business in this state; [or] (3) any name reserved  
415 under section 34-103 or reserved or registered under section 33-656, 33-  
416 657, 33-1045, as amended by this act, 33-1046, 33-1047, 34-13, as  
417 amended by this act, or 34-13a; or (4) the name of any other entity  
418 whose name is carried upon the records of the Secretary of the State as  
419 organized or authorized to transact business or conduct affairs in this  
420 state.

421 Sec. 14. Section 34-104 of the general statutes is repealed and the  
422 following is substituted in lieu thereof (*Effective October 1, 2004*):

423 (a) Each limited liability company shall have and maintain a  
424 statutory agent for service in this state as provided in this section. A  
425 statutory agent for service shall be: [either:] (1) A natural person who is  
426 a resident of this state; (2) a domestic corporation; [or domestic limited  
427 liability company; or (3) any corporation or limited liability company  
428 not organized under the laws of this state and] (3) a foreign  
429 corporation which has procured a certificate of authority to transact  
430 business or conduct its affairs in this state; (4) a domestic limited  
431 liability company; (5) a foreign limited liability company which has  
432 procured a certificate of registration to transact business or conduct its  
433 affairs in this state; (6) a domestic registered limited liability  
434 partnership; (7) a registered limited liability partnership not organized  
435 under the laws of this state and which has procured a certificate of  
436 authority to transact business or conduct its affairs in this state; (8) a  
437 domestic statutory trust; or (9) a statutory trust not organized under  
438 the laws of this state and which has procured a certificate of  
439 registration to transact business or conduct its affairs in this state.

440 (b) A limited liability company's statutory agent for service shall be  
441 appointed by filing with the Secretary of the State a written  
442 appointment in such form as the Secretary of the State shall prescribe  
443 setting forth: (1) The name of the limited liability company; (2) the  
444 name of the statutory agent for service; and (3) if the statutory agent is  
445 a natural person, the business and residence [address] addresses

446 thereof; if the statutory agent is [a domestic corporation or domestic  
447 limited liability company] an entity organized under the laws of this  
448 state, the address of the principal office thereof; if the statutory agent is  
449 [a corporation or limited liability company] an entity not organized  
450 under the laws of this state, the address of the principal office thereof  
451 in this state, if any. In each case, the address shall include the street  
452 and number or other particular designation. Each written appointment  
453 shall also be signed by the statutory agent for service therein  
454 appointed.

455 (c) If a statutory agent for service dies, dissolves, removes from the  
456 state or resigns, the limited liability company shall forthwith appoint  
457 another statutory agent for service. If the statutory agent for service  
458 changes his or its address within the state from that appearing upon  
459 the record in the office of the Secretary of the State, the limited liability  
460 company shall forthwith file with the Secretary of the State notice of  
461 the new address. A statutory agent for service may resign by filing  
462 with the Secretary of the State a signed statement in duplicate to that  
463 effect. The Secretary of the State shall forthwith file one copy and mail  
464 the other copy of such statement to the limited liability company at its  
465 principal office. Upon the expiration of thirty days after such filing, the  
466 resignation shall be effective and the authority of such statutory agent  
467 for service shall terminate. A limited liability company may revoke the  
468 appointment of a statutory agent for service by making a new  
469 appointment as provided in this section and any new appointment so  
470 made shall revoke all appointments theretofore made.

471 Sec. 15. Section 34-106 of the general statutes is repealed and the  
472 following is substituted in lieu thereof (*Effective October 1, 2004*):

473 (a) Each limited liability company shall file an annual report with  
474 the Secretary of the State which report shall be due upon the  
475 anniversary of the filing of a limited liability company's articles of  
476 organization pursuant to section 34-120.

477 (b) Such reporting requirement shall commence on or after January

1, 1995, and continue annually thereafter.

(c) Each annual report shall set forth: (1) The name of the limited liability company; [ ] (2) the limited liability company's current principal office address; [ ] and (3) the name and respective business and residence addresses of a manager or a member of the limited liability company, except that [ ] if good cause is shown, the Secretary of the State may accept a business address in lieu of the business and residence addresses of such manager or member. For the purposes of this subsection and subsection (d) of this section, a showing of good cause shall include, but not be limited to, a showing that public disclosure of the residence address of the manager or member of the limited liability company may expose the personal security of such manager or member to significant risk.

(d) If the manager or member named in a limited liability company's most current annual report pursuant to subsection (c) of this section is replaced for such purpose by another manager or member after the limited liability company has filed such annual report, but not later than thirty days preceding the month during which the limited liability company's next annual report becomes due, the limited liability company shall file with the Secretary of the State an interim notice of change of manager or member that sets forth: (1) The name of the limited liability company; and (2) the name, title and respective business and residence addresses of the new manager or member and the name and title of the former manager or member, except that if good cause is shown, the Secretary of the State may accept a business address in lieu of the business and residence addresses of the new manager or member. Any such change of manager or member that occurs within the thirty-day period preceding the month during which the limited liability company's next annual report becomes due shall be reflected in such next annual report.

~~[(d)]~~ (e) Each annual report shall be executed in accordance with section 34-109 and be accompanied by the filing fee established in section 34-112, as amended by this act. The Secretary of the State shall



511 mail to each limited liability company at its principal office as shown  
512 on his records a form prescribed by him for the annual report, but  
513 failure to receive such form shall not relieve a limited liability  
514 company of the requirement of filing the report as provided in this  
515 section.

516 Sec. 16. Subsection (a) of section 34-112 of the general statutes, as  
517 amended by section 62 of public act 03-18, is repealed and the  
518 following is substituted in lieu thereof (*Effective October 1, 2004*):

519 (a) Fees for filing documents and issuing certificates: (1) Filing  
520 application to reserve a limited liability company name or to cancel a  
521 reserved limited liability company name, thirty dollars; (2) filing  
522 transfer of reserved limited liability company name, thirty dollars; (3)  
523 filing articles of organization, including appointment of statutory  
524 agent, sixty dollars; (4) filing change of address of statutory agent or  
525 change of statutory agent, twenty-five dollars; (5) filing notice of  
526 resignation of statutory agent in duplicate, twenty-five dollars; (6)  
527 filing amendment to articles of organization, sixty dollars; (7) filing  
528 restated articles of organization, sixty dollars; (8) filing articles of  
529 merger or consolidation, thirty dollars; (9) filing articles of dissolution  
530 by resolution, twenty-five dollars; (10) filing articles of dissolution by  
531 expiration, twenty-five dollars; (11) filing judicial decree of dissolution,  
532 twenty-five dollars; (12) filing certificate of reinstatement, sixty dollars;  
533 (13) filing application by a foreign limited liability company for  
534 certificate of registration to transact business in this state and issuing  
535 certificate of registration, sixty dollars; (14) filing application of foreign  
536 limited liability company for amended certificate of registration to  
537 transact business in this state and issuing amended certificate of  
538 registration, sixty dollars; (15) filing application for withdrawal of  
539 foreign limited liability company and issuing certificate of withdrawal,  
540 sixty dollars; (16) filing an annual report, ten dollars; and (17) filing an  
541 interim notice of change of manager or member, ten dollars.

542 Sec. 17. Section 34-224 of the general statutes is repealed and the  
543 following is substituted in lieu thereof (*Effective October 1, 2004*):

544 (a) Each foreign limited liability company shall, before transacting  
545 business in this state, appoint in writing an agent upon whom all  
546 process, in any action or proceeding against it, may be served, and by  
547 such appointment the foreign limited liability company shall agree that  
548 any process against it which is served on [said] such agent shall be of  
549 the same legal force and validity as if served on the foreign limited  
550 liability company and that such appointment shall continue in force as  
551 long as any liability remains outstanding against the foreign limited  
552 liability company in this state.

553 (b) A foreign limited liability company's agent for service upon  
554 whom process may be served shall be: (1) [the] The Secretary of the  
555 State and his successors in office; [,] (2) a natural person who is a  
556 resident of this state; [,] (3) a domestic corporation; [or limited liability  
557 company organized under the laws of this state, (4) any corporation  
558 not organized under the laws of this state] (4) a foreign corporation  
559 which has procured a certificate of authority to transact business or  
560 conduct its affairs in this state; [or (5) any] (5) a domestic limited  
561 liability company; (6) a foreign limited liability company [not  
562 organized under the laws of this state] which has procured a certificate  
563 of registration to transact business or conduct its affairs in this state; (7)  
564 a domestic registered limited liability partnership; (8) a registered  
565 limited liability partnership not organized under the laws of this state  
566 and which has procured a certificate of authority to transact business  
567 or conduct its affairs in this state; (9) a domestic statutory trust; or (10)  
568 a statutory trust not organized under the laws of this state and which  
569 has procured a certificate of registration to transact business or  
570 conduct its affairs in this state.

571 (c) A foreign limited liability company's appointment of the  
572 Secretary of the State and his successors in office as its initial agent  
573 upon whom process may be served shall be included in the application  
574 for registration as provided in section 34-223. A subsequent  
575 appointment of the Secretary of the State and his successors in office as  
576 a foreign limited liability company's agent upon whom process may be  
577 served shall be filed in the office of the Secretary of the State in such

578 form as the secretary shall prescribe.

579 (d) A foreign limited liability company's appointment of a natural  
580 person [, corporation or limited liability company] or an entity set forth  
581 in subdivisions (2) to (10), inclusive, of subsection (b) of this section as  
582 its initial agent upon whom process may be served shall be included in  
583 the application for registration as provided in section 34-223. A foreign  
584 limited liability company's subsequent appointment of [a natural  
585 person, corporation or limited liability company] any such natural  
586 person or entity as its agent upon whom process may be served shall  
587 be filed with the Secretary of the State in such form as the secretary  
588 shall prescribe setting forth: (1) The name of the foreign limited  
589 liability company; (2) the name of such agent; (3) a statement of  
590 acceptance by the statutory agent therein appointed; and (4) if such  
591 agent is a natural person, [his] the business and residence addresses  
592 thereof; if such agent is [a corporation or limited liability company] an  
593 entity organized under the laws of this state, the address of the  
594 principal office thereof; if such agent is [a corporation or limited  
595 liability company] an entity not organized under the laws of this state,  
596 the address of the principal office thereof in this state. In each case, the  
597 address shall include the street number or other particular designation.  
598 All subsequent written appointments filed with the Secretary of the  
599 State shall be signed by a member of the foreign limited liability  
600 company and, if other than the Secretary of the State, by the statutory  
601 agent therein appointed.

602 (e) If an agent dies, dissolves, removes from the state or resigns, the  
603 foreign limited liability company shall forthwith appoint another agent  
604 upon whom process may be served. If such agent changes his or its  
605 address within the state from that appearing upon the records in the  
606 office of the Secretary of the State, the foreign limited liability company  
607 or agent shall forthwith file with the Secretary of the State notice of the  
608 new address. Such agent may resign by filing with the Secretary of the  
609 State a signed statement in duplicate to that effect. The Secretary of the  
610 State shall forthwith file one copy and mail the other copy of such  
611 statement, together with notice that as a result of the failure to comply

612 with this section, the authority to transact business in this state of such  
 613 foreign limited liability company shall be deemed to have been  
 614 revoked, by certified mail, to the foreign limited liability company at  
 615 the office designated in the application for registration filed pursuant  
 616 to section 34-223. Upon the expiration of one hundred twenty days  
 617 after the mailing of such notice, the resignation shall be effective and  
 618 the authority of the foreign limited liability company to transact  
 619 business in this state shall be revoked unless a new agent has been  
 620 appointed as provided in this section within such one-hundred-  
 621 twenty-day period. A foreign limited liability company may revoke  
 622 the appointment of an agent upon whom process may be served by  
 623 making a new appointment as provided in this section and any new  
 624 appointment so made revokes all appointments theretofore made.

625 (f) Whenever a foreign limited liability company fails to comply  
 626 with this section, the authority of such foreign limited liability  
 627 company shall be deemed to have been revoked.

628 Sec. 18. Section 34-229 of the general statutes is repealed and the  
 629 following is substituted in lieu thereof (*Effective October 1, 2004*):

630 (a) A foreign limited liability company registered to transact  
 631 business in this state shall file an annual report in the office of the  
 632 Secretary of the State which report shall be due upon the anniversary  
 633 of such foreign limited liability company's registration pursuant to  
 634 section 34-223.

635 (b) Such reporting requirement shall commence on and after  
 636 January 1, 1995, and continue annually thereafter.

637 (c) Each annual report shall set forth: (1) The name of the foreign  
 638 limited liability company and, if different, the name under which such  
 639 foreign limited liability company transacts business in this state; [and]  
 640 (2) the address of the office required to be maintained in the state or  
 641 other jurisdiction of the foreign limited liability company's  
 642 organization by the laws of that state or jurisdiction or, if not so  
 643 required, the address of its principal office; and (3) the name and

644 respective business and residence addresses of a manager or a member  
645 of the foreign limited liability company, except that if good cause is  
646 shown, the Secretary of the State may accept a business address in lieu  
647 of the business and residence addresses of such manager or member.  
648 For the purposes of this subsection and subsection (d) of this section, a  
649 showing of good cause shall include, but not be limited to, a showing  
650 that public disclosure of the residence address of the manager or  
651 member of the foreign limited liability company may expose the  
652 personal security of such manager or member to significant risk.

653 (d) If the manager or member named in a foreign limited liability  
654 company's most current annual report pursuant to subsection (c) of  
655 this section is replaced for such purpose by another manager or  
656 member after the foreign limited liability company has filed such  
657 annual report, but not later than thirty days preceding the month  
658 during which the foreign limited liability company's next annual  
659 report becomes due, the foreign limited liability company shall file  
660 with the Secretary of the State an interim notice of change of manager  
661 or member that sets forth: (1) The name of the foreign limited liability  
662 company; and (2) the name, title and respective business and residence  
663 addresses of the new manager or member and the name and title of the  
664 former manager or member, except that if good cause is shown, the  
665 Secretary of the State may accept a business address in lieu of the  
666 business and residence addresses of the new manager or member. Any  
667 such change of manager or member that occurs within the thirty-day  
668 period preceding the month during which the foreign limited liability  
669 company's next annual report becomes due shall be reflected in such  
670 next annual report.

671 [(d)] (e) Each annual report shall be executed in accordance with  
672 section 34-109 and be accompanied by the filing fee established in  
673 section 34-112, as amended by this act. The Secretary of the State shall  
674 mail to each foreign limited liability company at its principal office as  
675 shown on his records a form prescribed by him for the annual report,  
676 but failure to receive such form shall not relieve a foreign limited  
677 liability company of the requirement of filing the report as provided in

678 this section.

679 Sec. 19. Subsection (b) of section 34-406 of the general statutes is  
680 repealed and the following is substituted in lieu thereof (*Effective*  
681 *October 1, 2004*):

682 (b) The name of a registered limited liability partnership or foreign  
683 registered limited liability partnership shall be such as to distinguish it  
684 upon the records of the Secretary of the State from: (1) The name of  
685 any registered limited liability partnership, limited partnership,  
686 limited liability company or corporation existing under the laws of this  
687 state; (2) the name of any foreign registered limited liability  
688 partnership, foreign limited partnership, foreign limited liability  
689 company or foreign corporation authorized to transact business in this  
690 state; [or] (3) any name reserved under section 34-407 or reserved or  
691 registered under section 33-656, 33-657, 33-1045, as amended by this  
692 act, 33-1046, 33-1047, 34-13, as amended by this act, 34-13a or 34-103;  
693 [or subsection (a) of section 34-13] or (4) the name of any other entity  
694 whose name is carried upon the records of the Secretary of the State as  
695 organized or authorized to transact business or conduct affairs in this  
696 state.

697 Sec. 20. Section 34-408 of the general statutes is repealed and the  
698 following is substituted in lieu thereof (*Effective October 1, 2004*):

699 (a) Each registered limited liability partnership which does not have  
700 its principal office in this state and each foreign registered limited  
701 liability partnership shall have and maintain a statutory agent for  
702 service in this state as provided in this section. A statutory agent for  
703 service shall be: [either:] (1) A natural person who is a resident of this  
704 state; (2) a domestic corporation; [, domestic limited liability company  
705 or domestic registered limited liability partnership; or (3) any  
706 corporation, limited liability company or limited liability partnership  
707 not organized under the laws of this state which may legally transact  
708 business or conduct affairs in this state] (3) a corporation not organized  
709 under the laws of this state and which has procured a certificate of

710 authority to transact business or conduct its affairs in this state; (4) a  
711 domestic limited liability company; (5) a limited liability company not  
712 organized under the laws of this state and which has procured a  
713 certificate of registration to transact business or conduct its affairs in  
714 this state; (6) a domestic registered limited liability partnership; (7) a  
715 foreign registered limited liability partnership which has procured a  
716 certificate of authority to transact business or conduct its affairs in this  
717 state; (8) a domestic statutory trust; or (9) a statutory trust not  
718 organized under the laws of this state and which has procured a  
719 certificate of registration to transact business or conduct its affairs in  
720 this state.

721 (b) A registered limited liability partnership which does not have its  
722 principal office in this state or a foreign registered limited liability  
723 partnership shall appoint a statutory agent for service by filing with  
724 the Secretary of the State a written appointment in such form as the  
725 Secretary of the State shall prescribe setting forth: (1) The name of the  
726 registered limited liability partnership or the foreign registered limited  
727 liability partnership; (2) the name of the statutory agent for service;  
728 and (3) if the statutory agent is a natural person, the business and  
729 residence [address] addresses thereof; if the statutory agent is [a  
730 domestic corporation, limited liability company or registered limited  
731 liability partnership] an entity organized under the laws of this state,  
732 the address of the principal office thereof; if the statutory agent is [a  
733 corporation, limited liability company or registered limited liability  
734 partnership] an entity not organized under the laws of this state, the  
735 address of the principal office thereof in this state, if any. In each case,  
736 the address shall include the street and number or other particular  
737 designation. Each written appointment shall also be signed by the  
738 statutory agent for service therein appointed.

739 Sec. 21. Section 34-507 of the general statutes is repealed and the  
740 following is substituted in lieu thereof (*Effective October 1, 2004*):

741 (a) Each statutory trust shall have and maintain a statutory agent for  
742 service in this state, as provided in this section. A statutory agent for

743 service shall be: [either (1) a] (1) A natural person who is a resident of  
744 this state; (2) a domestic corporation; [ a domestic limited liability  
745 company or a domestic statutory trust; or (3) any corporation, limited  
746 liability company or business trust not organized under the laws of  
747 this state and which has procured a certificate of authority to transact  
748 business or conduct affairs in this state] (3) a corporation not organized  
749 under the laws of this state and which has procured a certificate of  
750 authority to transact business or conduct its affairs in this state; (4) a  
751 domestic limited liability company; (5) a limited liability company not  
752 organized under the laws of this state and which has procured a  
753 certificate of registration to transact business or conduct its affairs in  
754 this state; (6) a domestic registered limited liability partnership; (7) a  
755 registered limited liability partnership not organized under the laws of  
756 this state and which has procured a certificate of authority to transact  
757 business or conduct its affairs in this state; (8) a domestic statutory  
758 trust; or (9) a foreign statutory trust which has procured a certificate of  
759 registration to transact business or conduct its affairs in this state.

760 (b) A statutory trust's statutory agent for service shall be appointed  
761 by filing with the Secretary of the State a written appointment in such  
762 form as the Secretary of the State shall prescribe setting forth: (1) The  
763 name of the statutory trust; (2) the name of the statutory agent for  
764 service; and (3) if the statutory agent is a natural person, the business  
765 and residence addresses thereof; if the statutory agent is [a  
766 corporation, limited liability company or business trust] an entity  
767 organized under the laws of this state, the address of the principal  
768 office thereof; if the statutory agent is an entity not organized under  
769 the laws of this state, the address of the principal office thereof in this  
770 state, if any. In each case, the address shall include the street and  
771 number or other particular designation. Each written appointment  
772 shall also be signed by the statutory agent for service therein  
773 appointed.

774 (c) If a statutory agent for service dies, dissolves, removes from the  
775 state or resigns, the statutory trust shall forthwith appoint another  
776 statutory agent for service. If the statutory agent for service changes



777 his or its address within the state from that appearing upon the record  
778 in the office of the Secretary of the State, the statutory trust shall  
779 forthwith file with the Secretary of the State notice of the new address.  
780 A statutory agent for service may resign by filing with the Secretary of  
781 the State a signed statement in duplicate to that effect. The Secretary of  
782 the State shall forthwith file one copy and mail the other copy of the  
783 statement to the statutory trust at its principal office. Upon expiration  
784 of thirty days after such filing, the resignation shall be effective and the  
785 authority of such statutory agent for service shall terminate. The  
786 Secretary of the State shall be the statutory agent for service during  
787 such periods of time when the statutory trust has no other statutory  
788 agent for service in this state. A statutory trust may revoke the  
789 appointment of a statutory agent for service by making a new  
790 appointment as provided in this section and any new appointment so  
791 made shall revoke all appointments theretofore made.

792 Sec. 22. Section 34-532 of the general statutes is repealed and the  
793 following is substituted in lieu thereof (*Effective October 1, 2004*):

794 (a) Each foreign statutory trust shall, before transacting business in  
795 this state, appoint in writing an agent upon whom all process, in any  
796 action or proceeding against it, may be served, and by such  
797 appointment the foreign statutory trust shall agree that any process  
798 against it which is served on such agent shall be of the same legal force  
799 and validity as if served on the foreign statutory trust in this state.

800 (b) A foreign statutory trust's agent for service upon whom process  
801 may be served shall be: (1) [the] The Secretary of the State and his  
802 successors in office; [,] (2) a natural person who is a resident of this  
803 state; [,] (3) a domestic corporation; [or limited liability company  
804 organized under the laws of this state, (4) any] (4) a corporation not  
805 organized under the laws of this state which has procured a certificate  
806 of authority to transact business or conduct its affairs in this state; [, or  
807 (5) any] (5) a domestic limited liability company; (6) a limited liability  
808 company not organized under the laws of this state which has  
809 procured a certificate of registration to transact business or conduct its

810 affairs in this state; (7) a domestic registered limited liability  
811 partnership; (8) a registered limited liability partnership not organized  
812 under the laws of this state and which has procured a certificate of  
813 authority to transact business or conduct its affairs in this state; (9) a  
814 domestic statutory trust; or (10) a foreign statutory trust which has  
815 procured a certificate of registration to transact business or conduct its  
816 affairs in this state.

817 (c) A foreign statutory trust's appointment of the Secretary of the  
818 State and his successors in office as its initial agent upon whom  
819 process may be served shall be included in the application for  
820 registration as provided in section 34-531. A subsequent appointment  
821 of the Secretary of the State and his successors in office as a foreign  
822 statutory trust's agent upon whom process may be served shall be filed  
823 in the office of the Secretary of the State in such form as the secretary  
824 shall prescribe.

825 (d) A foreign statutory trust's appointment of a natural person [,  
826 corporation or limited liability company] or an entity set forth in  
827 subdivisions (2) to (10), inclusive, of subsection (b) of this section as its  
828 initial agent upon whom process may be served shall be included in  
829 the application for registration as provided in section 34-531. A foreign  
830 statutory trust's subsequent appointment of [a natural person,  
831 corporation or limited liability company] any such natural person or  
832 entity as its agent upon whom process may be served shall be filed  
833 with the Secretary of the State in such form as the secretary shall  
834 prescribe setting forth: (1) The name of the foreign statutory trust; (2)  
835 the name of such agent; (3) a statement of acceptance by the statutory  
836 agent therein appointed; and (4) if such agent is a natural person, [his]  
837 the business and residence [address] addresses thereof; if such agent is  
838 [a corporation or limited liability company] an entity organized under  
839 the laws of this state, the address of the principal office thereof; if such  
840 agent is [a corporation or limited liability company] an entity not  
841 organized under the laws of this state, the address of the principal  
842 office thereof in this state. In each case, the address shall include the  
843 street and number or other particular designation. All subsequent

844 written appointments filed with the Secretary of the State shall be  
845 signed by a trustee of the foreign statutory trust and, if other than the  
846 Secretary of the State, by the statutory agent therein appointed.

847 (e) If an agent dies, dissolves, removes from the state or resigns, the  
848 foreign statutory trust shall forthwith appoint another agent upon  
849 whom process may be served. If such agent changes his or its address  
850 within the state from that appearing upon the records in the office of  
851 the Secretary of the State, the foreign statutory trust or agent shall  
852 forthwith file with the Secretary of the State a signed statement in  
853 duplicate to that effect. The Secretary of the State shall forthwith file  
854 one copy and mail the other copy of such statement, together with  
855 notice that as a result of the failure to comply with this section, the  
856 authority to transact business in this state of such foreign statutory  
857 trust shall be deemed to have been revoked, by certified mail, to the  
858 foreign statutory trust at the office designated in the application for  
859 registration filed pursuant to section 34-531. Upon the expiration of  
860 one hundred twenty days after the mailing of such notice, the  
861 resignation shall be effective and the authority of the foreign statutory  
862 trust to transact business in this state shall be revoked unless a new  
863 agent has been appointed as provided in this section within such one-  
864 hundred-twenty-day period. A foreign statutory trust may revoke the  
865 appointment of an agent upon whom process may be served by  
866 making a new appointment as provided in this section and any new  
867 appointment so made revokes all appointments theretofore made.

868 (f) Whenever a foreign statutory trust fails to comply with this  
869 section, the authority of such foreign statutory trust shall be deemed to  
870 have been revoked.

871 Sec. 23. Subsection (a) of section 49-55a of the general statutes is  
872 repealed and the following is substituted in lieu thereof (*Effective*  
873 *October 1, 2004*):

874 (a) Upon the possession of the vessel by a lienor, he shall cause a  
875 notice of a vessel lien, in [quadruplicate] duplicate, to be filed on a

876 form provided by the Secretary of the State with the office of [said] the  
877 secretary on which he shall also indicate the date and place of the sale  
878 of the vessel, which date of sale shall be at least sixty days next  
879 succeeding the filing of the notice. The lienor shall, within seven days  
880 of the filing, send by certified mail a copy of [this] such notice to the  
881 person indicated as the owner of the vessel, and to anyone who has  
882 filed with the Secretary of the State claiming a legal or equitable  
883 interest in the vessel. The fees for [this] such notice and procedure shall  
884 be set by the Secretary of the State.

885 Sec. 24. Subsection (a) of section 49-92h of the general statutes is  
886 repealed and the following is substituted in lieu thereof (*Effective*  
887 *October 1, 2004*):

888 (a) Upon the possession of the aircraft by a lienor, he shall cause a  
889 notice of an aircraft lien, in [quadruplicate] duplicate, to be filed on a  
890 form provided by the Secretary of the State with the office of [said] the  
891 secretary on which he shall also indicate the date and place of the sale  
892 of the aircraft, which date of sale shall be at least sixty days next  
893 succeeding the filing of the notice. The lienor shall, within seven days  
894 of the filing, send by certified mail a copy of [this] such notice to the  
895 person indicated as the owner of the aircraft, and to anyone who has  
896 filed with the Secretary of the State claiming a legal or equitable  
897 interest in the aircraft. The fees for [this] such notice and procedure  
898 shall be set by the [secretary of the state] Secretary of the State.

899 Sec. 25. Section 52-59b of the general statutes is repealed and the  
900 following is substituted in lieu thereof (*Effective October 1, 2004*):

901 (a) As to a cause of action arising from any of the acts enumerated in  
902 this section, a court may exercise personal jurisdiction over any  
903 nonresident individual, foreign partnership or foreign voluntary  
904 association, or over the executor or administrator of such nonresident  
905 individual, [or] foreign partnership or foreign voluntary association,  
906 who in person or through an agent: (1) Transacts any business within  
907 the state; (2) commits a tortious act within the state, except as to a

908 cause of action for defamation of character arising from the act; (3)  
 909 commits a tortious act outside the state causing injury to person or  
 910 property within the state, except as to a cause of action for defamation  
 911 of character arising from the act, if such person or agent (A) regularly  
 912 does or solicits business, or engages in any other persistent course of  
 913 conduct, or derives substantial revenue from goods used or consumed  
 914 or services rendered, in the state, or (B) expects or should reasonably  
 915 expect the act to have consequences in the state and derives substantial  
 916 revenue from interstate or international commerce; (4) owns, uses or  
 917 possesses any real property situated within the state; or (5) uses a  
 918 computer, as defined in subdivision (1) of subsection (a) of section 53-  
 919 451, or a computer network, as defined in subdivision (3) of subsection  
 920 (a) of said section, located within the state.

921 (b) Where personal jurisdiction is based solely upon this section, an  
 922 appearance does not confer personal jurisdiction with respect to causes  
 923 of action not arising from an act enumerated in this section.

924 (c) Any nonresident individual, foreign partnership or foreign  
 925 voluntary association, or the executor or administrator of such  
 926 nonresident individual, [or] foreign partnership or foreign voluntary  
 927 association, over whom a court may exercise personal jurisdiction, as  
 928 provided in subsection (a) of this section, shall be deemed to have  
 929 appointed the Secretary of the State as its attorney and to have agreed  
 930 that any process in any civil action brought against the nonresident  
 931 individual, [or] foreign partnership or foreign voluntary association, or  
 932 the executor or administrator of such nonresident individual, [or]  
 933 foreign partnership or foreign voluntary association, may be served  
 934 upon the Secretary of the State and shall have the same validity as if  
 935 served upon the nonresident individual, [or] foreign partnership or  
 936 foreign voluntary association personally. The process shall be served  
 937 by the officer to whom the same is directed upon the Secretary of the  
 938 State by leaving with or at the office of the Secretary of the State, at  
 939 least twelve days before the return day of such process, a true and  
 940 attested copy thereof, and by sending to the defendant at the  
 941 defendant's last-known address, by registered or certified mail,

942 postage prepaid, return receipt requested, a like true and attested copy  
 943 with an endorsement thereon of the service upon the Secretary of the  
 944 State. The officer serving such process upon the Secretary of the State  
 945 shall leave with the Secretary of the State, at the time of service, a fee of  
 946 twenty-five dollars, which fee shall be taxed in favor of the plaintiff in  
 947 the plaintiff's costs if the plaintiff prevails in any such action. The  
 948 Secretary of the State shall keep a record of each such process and the  
 949 day and hour of service.

This act shall take effect as follows:	
Section 1	<i>October 1, 2004</i>
Sec. 2	<i>October 1, 2004</i>
Sec. 3	<i>October 1, 2004</i>
Sec. 4	<i>October 1, 2004</i>
Sec. 5	<i>October 1, 2004</i>
Sec. 6	<i>October 1, 2004</i>
Sec. 7	<i>October 1, 2004</i>
Sec. 8	<i>October 1, 2004</i>
Sec. 9	<i>October 1, 2004</i>
Sec. 10	<i>October 1, 2004</i>
Sec. 11	<i>October 1, 2004</i>
Sec. 12	<i>October 1, 2004</i>
Sec. 13	<i>October 1, 2004</i>
Sec. 14	<i>October 1, 2004</i>
Sec. 15	<i>October 1, 2004</i>
Sec. 16	<i>October 1, 2004</i>
Sec. 17	<i>October 1, 2004</i>
Sec. 18	<i>October 1, 2004</i>
Sec. 19	<i>October 1, 2004</i>
Sec. 20	<i>October 1, 2004</i>
Sec. 21	<i>October 1, 2004</i>
Sec. 22	<i>October 1, 2004</i>
Sec. 23	<i>October 1, 2004</i>
Sec. 24	<i>October 1, 2004</i>
Sec. 25	<i>October 1, 2004</i>

**JUD**      *Joint Favorable Subst.*